

**Exhibit C-1**

**Redline of Schedule of Retained Causes of Action Filed on October 3, 2024**

**Exhibit A****~~Draft~~ Schedule of Retained Causes of Action<sup>1</sup>**

Certain provisions contained in this ~~Exhibit A~~Schedule (this “Schedule”) remain subject to continuing negotiations among the Debtors and interested parties with respect thereto. The Debtors reserve all rights, with the consent of any applicable counterparties (to the extent required under the Plan) to amend, revise, or supplement this Schedule, and any of the designations contained herein, at any time before the Effective Date of the Plan, or any such other date as may be provided for by the Plan or by order of the Bankruptcy Court.

Article IV.Q of the Plan provides as follows:

In accordance with section 1123(b) of the Bankruptcy Code, but subject to Article VIII hereof, all Causes of Action that a Debtor or an Estate may hold against any Person or Entity, whether arising before or after the Petition Date, and whether or not specifically enumerated in the Schedule of Retained Causes of Action, shall vest in the Creditor Trust or the Wind-Down Debtors, as applicable. The Creditor Trustee or the Plan Administrator, as applicable, shall have the exclusive right, authority, and discretion to initiate, file, prosecute, enforce, abandon, settle, compromise, release, withdraw, or litigate to judgment such Causes of Action, as appropriate, in accordance with the best interests of the Creditor Trust and the Wind-Down Debtors, as applicable, and no preclusion doctrine, including the doctrines of res judicata, collateral estoppel, issue preclusion, claim preclusion, estoppel (judicial, equitable, or otherwise), or laches, shall apply to such Causes of Action upon, after, or as a consequence of the Confirmation or Consummation.

**No Person or Entity (other than the Released Parties) may rely on the absence of a specific reference in the Schedule of Retained Causes of Action, the Plan, the Plan Supplement, or the Disclosure Statement to any Cause of Action against it as any indication that the Debtors or if applicable, the Creditor Trustee, will not pursue any and all available Causes of Action against it. The Debtors and, if applicable, the Creditor Trustee, expressly reserve all rights to prosecute any and all Causes of Action against any Person or Entity, except as otherwise expressly provided in the Plan, including Article VIII of the Plan.**

**A. Claims Related to Insurance Contracts and Policies**

Unless otherwise released by the Plan, the Debtors expressly reserve and retain all Causes of Action based in whole or in part upon any and all insurance contracts and insurance policies to which any Debtor or Wind-Down Debtor is a party or pursuant to which any Debtor or Wind-Down Debtor has any rights whatsoever, regardless of whether such contract or policy is specifically identified in this Schedule, the Plan, the Plan Supplement, or any amendments

<sup>1</sup> Capitalized terms used but not defined herein have the respective meanings given to such terms in the *Joint Chapter 11 Plan of SunPower Corporation and its Debtor Affiliates* (as may be amended, supplemented, or modified from time to time, the “Plan”).

hereto or thereto, including, without limitation, Causes of Action against insurance carriers, reinsurance carriers, insurance brokers, underwriters, occurrence carriers, or surety bond issuers relating to coverage, indemnity, contribution, reimbursement, or any other matters. Without limiting the generality of the foregoing, the Debtors expressly reserve and retain all Causes of Action against the Entities identified in Schedule A attached hereto.

**B. Claims, Defenses, Cross-Claims, and Counter-Claims Related to Litigation and Possible Litigation**

Unless otherwise released by the Plan, or settled pursuant to Bankruptcy Rule 9019, the Debtors expressly reserve and retain any and all Causes of Action against or related to all Entities that are party to or that may in the future become party to litigation, arbitration, or any other type of adversarial proceeding or dispute resolution proceeding involving any Debtor or Wind-Down Debtor, whether formal or informal or judicial or non-judicial, regardless of whether such Entity is specifically identified in this Schedule, the Plan, the Plan Supplement, or any amendments hereto or thereto. Without limitation, such express reservation includes all rights to object to or otherwise contest Claims or Interests asserted against the Debtors and their estates.

**C. Causes of Action Related to Accounts Receivable Claims**

Unless otherwise released by the Plan, the Debtors expressly reserve and retain all Causes of Action against or related to all Entities that owe or that may in the future owe money to any Debtor or Wind-Down Debtor, regardless of whether such Entity is expressly identified in this Schedule, the Plan, the Plan Supplement, or any amendments hereto or thereto.

**D. Specified Causes of Action**

1. The Debtors expressly reserve and retain the following Causes of Action:
  - (a) All Causes of Action against Ernst & Young and all Affiliates thereof, including Ernst & Young Global Limited and all Affiliates thereof.
  - (b) All Causes of Action against (a) Sol Holding, LLC, its equityholders, and their respective Affiliates (including TotalEnergies SE and its Affiliates) (collectively, the “Sponsors”); and (b) any current or former director, manager, or officer of any Debtor who is or was, while serving in such capacity, affiliated with the Sponsors (each, a “Sponsor-Related D&O”), in each case, unless the Debtors and the Sponsors reach agreement on the terms of a global settlement for adequate consideration in the business judgment of the Special Committee and the Official Committee of Unsecured Creditors (such settlement, a “2L/Sponsor Settlement”).
  - (c) All Causes of Action against Peter Faricy, the Debtors’ former chief executive officer.

(d) Unless otherwise released by the Plan, all Causes of Action relating to the Debtors' accounting restatements/financial reporting, excluding any Causes of Action (if any) against any Professionals.

2. The Debtors also expressly reserve and retain the following Causes of Action.

(a) All Causes of Action against Sunrun Inc. and its Affiliates.

(b) All Causes of Action against Kuehne + Nagel Inc. and its Affiliates.

(c) All Causes of Action against Marathon Capital, LLC, its Affiliates, and its Related Parties.

(d) All Causes of Action against any current or former equity holder of the Debtors (solely in its capacity as such) relating to the spin-off of Maxeon Solar Technologies from the Debtors in August 2020; *provided, however*, that in the event of a 2L/Sponsor Settlement, the Debtors will not retain any such Causes of Action against the Sponsors or any Sponsor-Related D&O.

(e) All Causes of Action asserted or assertable by any Debtor in *SunPower Corporation v. Direct Components, Inc.*, Case No. 5:23-cv-04599-EKL (N.D. Cal.).

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**Schedule A****Insurance Policies**

Type of Policy Coverage	Insurance Carrier(s)	Policy Number	Policy Term
Aircraft/Unmanned Aircraft Liability	Global Aerospace, Inc.	8001130	4/1/2024 - 4/1/2025
Auto Buffer	AXIS	GVE100289303	4/1/2024 - 4/1/2025
Auto Liability	HDI Specialty Insurance Company	HFM00190-00 AOS	4/1/2024 - 4/1/2025
Auto Liability	HDI Specialty Insurance Company	HFG00029-00 FL	4/1/2024 - 4/1/2025
Auto Liability	HDI Specialty Insurance Company	HFM00190-00 FL Excess	4/1/2024 - 4/1/2025
Auto Liability	National Liability & Fire Insurance Company	73APB008373 NY	4/1/2024 - 4/1/2025
Auto Liability	National Liability & Fire Insurance Company	72XAB010045 NY	4/1/2024 - 4/1/2025
Auto Liability	National Liability & Fire Insurance Company	73APB008383 NV	4/1/2024 - 4/1/2025
Auto Physical Damage Liability	National Liability & Fire Insurance Company	72APB008384	4/1/2024 - 4/1/2025
Contractor's Protective Professional Indemnity	MS Transverse Specialty Insurance Company	TSPLCA0000002-01	4/1/2024 - 4/1/2025
Corporate Property	Swiss Re Corporate Solutions Elite Ins. Corp.	NAP 2004312 03	6/22/2023 - 9/1/2024
Crime	Beazley Insurance Company, Inc.	V1DB13230701	7/1/2024 - 7/1/2025
Cyber Risk	ACE American Insurance Company	G71100923 002	10/1/2023 - 10/1/2024
Cyber Risk	Indian Harbor Insurance Company	MTP9045481 00	10/1/2023 - 10/1/2024
Directors & Officers	XL Specialty Insurance Co	ELU18890123	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Continental Casualty Company	652259205	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Endurance Risk Solutions Assurance Co.	DOX30001936302	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Freedom Specialty Insurance Co	XMF2410785	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Lloyd's Syndicate No. 2623	FSGDO2300853	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Midvale Indemnity Company	ACL03211300	4/1/2024 - 4/1/2025
Directors & Officers - Excess	National Union Fire Ins Co of Pittsburgh	32854402	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Old Republic Insurance Company	ORPRO12103349	4/1/2024 - 4/1/2025

Type of Policy Coverage	Insurance Carrier(s)	Policy Number	Policy Term
Directors & Officers - Excess	Samsung Fire & Mar Ins Co Usb	SCG143200	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Samsung Fire & Marine Ins Co Ltd	SGC047002	4/1/2024 - 4/1/2025
Directors & Officers - Excess	Westfield Insurance Company	XSA403216F00	4/1/2024 - 4/1/2025
Directors & Officers - Excess	XL Specialty Insurance Co	ELU19603524	4/1/2024 - 4/1/2025
Directors & Officers - Runoff	Continental Casualty Company	652259205	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Endurance Risk Solutions Assurance Co.	DOX30001936302	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Freedom Specialty Insurance Co	XMF2410785	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Lloyd's Syndicate No. 2623	FSGDO2300853	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Midvale Indemnity Company	ACL03211300	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	National Union Fire Ins Co of Pittsburgh	32854402	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Old Republic Insurance Company	ORPRO 12 101876	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Samsung Fire & Mar Ins Co Usb	SCG143200	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Samsung Fire & Marine Ins Co Ltd	SGC047002	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	Westfield Insurance Company	XSD 00001 0222	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	XL Specialty Insurance Co	ELU18890123	4/2/2025 - 4/1/2031
Directors & Officers - Runoff	XL Specialty Insurance Co	ELU19603524	4/2/2025 - 4/1/2031
Fiduciary Liability	Continental Casualty Company	652350653	7/1/2024 - 7/1/2025
Foreign Casualty	National Casualty Company	NGO0000613	4/1/2024 - 4/1/2025
Helix Fund	Axis	Form # USSPTR/0715 RESO 201 05 23 – AXIS Solar Energy Property Wording CG 00 01 04 13 - General Liability Coverage Form - Occurrence AXIS 1010302 08 17 - AXIS Excess Insurance Policy Form	11/14/2023 - 11/14/2024
Residential Property	AXIS Surplus Insurance Company	3757380124ES	7/15/2024 - 7/15/2025
Residential Property	GCube / Houston Casualty Company	SO244769401	7/15/2024 - 7/15/2025
Special Risk	Federal Insurance Co.	J06513669	7/8/2024 - 7/1/2027
Stock Throughput	Great American Insurance Group	OMC3964740	6/22/2024 - 6/22/2025
Stock Throughput	Lloyds of London	MARCW2450445	6/22/2024 - 6/22/2025
Stock Throughput	Lloyds of London	MARCW2450446	6/22/2024 - 6/22/2025

Type of Policy Coverage	Insurance Carrier(s)	Policy Number	Policy Term
Stock Throughput	Zurich American Insurance Company	OC5846316	6/22/2024 - 6/22/2025
U. S. Workers Compensation	Trumbull Insurance Company	57 WV WQ0015	4/1/2024 - 4/1/2025
U.S General Liability	Aspen Specialty Insurance Company	CR00QF124	4/1/2024 - 4/1/2025
U.S General Liability	Aspen Specialty Insurance Company	CX00JRU24	4/1/2024 - 4/1/2025
U.S General Liability	Endurance American Specialty Insurance Company	ELD30034771601	4/1/2024 - 4/1/2025
U.S General Liability	Gcube	SO244791701	4/1/2024 - 4/1/2025
U.S General Liability	Great American Insurance Company	EXC4901525	4/1/2024 - 4/1/2025
U.S General Liability	Navigators Specialty Insurance Company	LA24FXS85847II C	4/1/2024 - 4/1/2025
U.S General Liability	Vantage Risk Specialty Insurance Company	P03XC0000032461	4/1/2024 - 4/1/2025
U.S. Umbrella/Excess Liability	AXIS Specialty Europe SE- London Branch	3788080224ES	4/1/2024 - 4/1/2025
Wage & Hour - BRS	AXA AL	BM00039628EP23A	10/4/2023 - 10/4/2024
Workers Compensation	Berkshire Hathaway	BLWC535421 (FL & OR)	1/10/2024 - 1/10/2025
Workers Compensation	Berkshire Hathaway	BLWC535307 (All Other States)	1/10/2024 - 1/10/2025